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BEFORE THE ARIZONA CORPORATION COMMISSION

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COMMISSIONERS

2006 MAY 22 P 1:50

JEFF HATCH-MILLER, Chairman
WILLIAM A. MUNDELL
MARC SPITZER
MIKE GLEASON
KRISTIN K. MAYES

AZ CORP COMMISSION
DOCUMENT CONTROL

IN THE MATTER OF THE APPLICATION OF
ACC TELECOMMUNICATIONS, LLC FOR
APPROVAL OF ASSIGNMENT OF ASSETS TO
TIME WARNER NY CABLE, LLC AND TIME
WARNER CABLE INFORMATION SERVICE
(ARIZONA), LLC.

DOCKET NO. T-20449A-06-0161
T-04282A-06-0161
T-20448A-06-0161

PROCEDURAL ORDER**BY THE COMMISSION:**

On March 10, 2006, Time Warner NY Cable ("TWN"), Time Warner Cable Information Services (Arizona) LLC dba Time Warner Cable ("TWCIS") and ACC Telecommunications, LLC dba Adelphia LLC ("ACCT") filed with the Arizona Corporation Commission ("Commission") an application for expedited consideration requesting that the Commission consent to the proposed assignment from ACCT to TWNY, and immediately thereafter, to TWCIS, of existing customer contracts and related assets of ACCT used in connection with the provision of intrastate telecommunications services in Arizona, pursuant to A.R.S. § 40-285. The application indicated that the proposed asset sale transaction agreement was entered into between ACCT's parent, Adelphia Communications Corporation ("Adelphia"), TWNY, and Comcast Corporation on April 20, 2005, and that the transaction is expected to be completed upon bankruptcy court approval following Adelphia's exit from Chapter 11 bankruptcy reorganization late in the second quarter of 2006.

On May 17, 2006, the Commission's Utilities Division ("Staff") filed its Staff Report recommending approval of the application with conditions.

A Procedural Conference was held on May 19, 2006 for the purpose of discussing an appropriate procedural means of processing the application. Counsel for ACCT, TWCIS and Staff appeared. Counsel for TWCIS stated that it would be filing a clarification in these dockets that by the application filed on March 10, 2006, ACCT and TWCIS intend to request a transfer of the Certificate of Convenience and Necessity ("CC&N") granted to ACCT in Decision No. 68650 (April 12, 2006)

1 to TWCIS.¹ ACCT and TWCIS stated that they could expeditiously accomplish the notice of
2 application for a CC&N required by A.A.C. R14-2-1104.E and 1105, as well as the notice required of
3 ACCT by A.A.C. R14-2-1107. ACCT indicated that it intended also to expeditiously request waivers
4 of certain requirements of Decision No. 68650 that might be necessary for Commission approval of
5 transfer of the CC&N.

6 Accordingly, the matter should be set for hearing.

7 Pursuant to A.A.C. R14-3-101, the Commission now issues this Procedural Order to govern
8 the preparation and conduct of this proceeding.

9 IT IS THEREFORE ORDERED that the hearing on the above application and petition of
10 Applicant shall commence on **June 7, 2006 at 1:00 p.m.**, or as soon thereafter as is practical, at the
11 Commission's offices, 1200 West Washington Street, Phoenix, Arizona 85007.

12 IT IS FURTHER ORDERED that Time Warner Cable Information Services (Arizona) LLC
13 dba Time Warner Cable and ACC Telecommunications, LLC dba Adelphia LLC shall publish notice
14 of their filing and the hearing, as stated below, in a newspaper(s) of general circulation in every
15 county in Arizona in which Applicant desires to provide service by May 25, 2006, and shall file
16 Affidavits of Publication with the Commission no later than June 2, 2006.

17 **IN THE MATTER OF THE APPLICATION OF ACC TELECOMMUNICATIONS**
18 **dba ADELPHIA LLC FOR APPROVAL OF ASSIGNMENT OF ASSETS TO TIME**
19 **WARNER NY CABLE, LLC AND TIME WARNER CABLE INFORMATION**
20 **SERVICE (ARIZONA), LLC AND TO TRANSFER THE CERTIFICATE OF**
21 **CONVENIENCE AND NECESSITY OF ACC TELECOMMUNICATIONS dba**
22 **ADELPHIA LLC TO TIME WARNER CABLE INFORMATION SERVICE**
23 **(ARIZONA), LLC.**

24 **Docket No. T-20449A-06-0161 et al.**

25 Time Warner NY Cable ("TWN"), Time Warner Cable Information Services
26 (Arizona) LLC dba Time Warner Cable ("TWCIS") and ACC Telecommunications,
27 LLC dba Adelphia ("ACCT") filed with the Arizona Corporation Commission
28 ("Commission") an application for expedited consideration requesting approval of the
proposed assignment from ACCT to TWNY, and immediately thereafter, to TWCIS,
of existing customer contracts and related assets of ACCT used in connection with the
provision of intrastate telecommunications services in Arizona, pursuant to A.R.S. §

¹ Decision No. 68650 granted the application of ACCT for a CC&N to provide intrastate, facilities-based, non-switched, dedicated point-to-point data transport telecommunications services, which will allow the customer to connect directly two or more intrastate locations with dedicated, non-switched services, throughout the State of Arizona. Decision No. 68650 also ordered that in the event ACCT desires to discontinue service, ACCT shall notify each of its private line service customers and the Commission 60 days prior to filing an application to discontinue service pursuant to A.A.C. R14-2-1107.

40-285. ACCT and TWCIS also request approval of the transfer of the Certificate of Convenience and Necessity ("Certificate") held by ACCT to provide intrastate, facilities-based, non-switched, dedicated point-to-point data transport telecommunications services throughout the State of Arizona to TWCIS. If the application is approved, ACCT will discontinue the provision of service and TWCIS will be required by the Commission to provide this service under the rates and charges and terms and conditions established by the Commission.

The application and report of the Commission's Utilities Division Staff are available for inspection during regular business hours at the offices of the Commission located at 1200 West Washington Street, Phoenix, Arizona 85007, and at the offices of ACC Telecommunications, LLC dba Adelphia, [Applicant insert address] and on the internet via the Commission website (www.azcc.gov) using the e-docket function.

Under appropriate circumstances, interested parties may intervene in the proceedings and participate as a party. You may have the right to intervene in the proceeding, or you may make a statement for the record. Intervention shall be in accordance with A.A.C. R14-3-105, except that all motions to intervene must be filed on or before June 7, 2006. Persons desiring to intervene must file a written motion to intervene with the Commission and send such motion to the Company or its counsel and to all parties of record, and which at the minimum, shall contain the following:

1. The name, address, and telephone number of the proposed intervenor and of any party upon whom service of documents is to be made if different than the intervenor.

2. A short statement of the proposed intervenor's interest in the proceeding (e.g. a customer of the company, a shareholder of the company, a competitor, etc.).

3. A statement certifying that a copy of the motion to intervene has been mailed to the Company or its counsel and to all parties of record in the case.

A.A.C. R14-3-105 governs the granting of motions to intervene. The granting of intervention, among other things, entitles a party to present sworn evidence at the hearing and to cross-examine other witnesses. However, failure to intervene will not preclude any interested person or entity from appearing at the hearing and making a statement on their own behalf. The hearing is scheduled to commence on **June 7, 2006 at 1:00 p.m.** at the Arizona Corporation Commission, 1200 West Washington Street, Phoenix, Arizona 85007. Please check with the Commission for any changes to the scheduled hearing date.

If you have any comments, mail them to:

The Arizona Corporation Commission
Attention Docket Control T-20449A-06-0161 et al.
re: Time Warner Cable Information Services (Arizona) LLC dba Time Warner Cable
ACC Telecommunications, LLC dba Adelphia
1200 West Washington Street
Phoenix, Arizona 85007

If you have any questions about this application, or want information on intervention, you may contact the Consumer Services Section of the Commission at 1200 West Washington Street, Phoenix, Arizona 85007 or call 1-800-222-7000.

The Commission does not discriminate on the basis of disability in admission to its public meetings. Persons with a disability may request a reasonable accommodations such as sign language interpreter, as well as request this document in an alternative format, by contacting Linda Hogan, ADA Coordinator, voice phone number 602-542-3931. Requests should be made as early as possible to allow time to arrange the accommodation.

IT IS FURTHER ORDERED that intervention shall be in accordance with A.A.C. R14-3-105, except that all motions to intervene must be filed on or before June 7, 2006.

IT IS FURTHER ORDERED that the Commission's Utilities Division Staff shall file any additions or modifications to its Staff Report by **noon on June 6, 2006.**

IT IS FURTHER ORDERED that the Presiding Officer may rescind, alter, amend, or waive any portion of this Procedural Order either by subsequent Procedural Order or by ruling at hearing.

IT IS FURTHER ORDERED that the Ex Parte Rule (A.A.C. R14-3-113 - Unauthorized Communications) applies to this proceeding as the matter is now set for public hearing.

Dated this 22 day of May, 2006


TEENA WOLFE
ADMINISTRATIVE LAW JUDGE

Copies of the foregoing mailed/delivered this 22 day of May, 2006 to:

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25 1200 West Washington
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27 ARIZONA REPORTING SERVICE, INC.
28 2627 N. Third Street, Ste. Three
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By:


Molly Johnson
Secretary to Teena Wolfe